

The 8th Forum on China Corporate Governance - Market for Corporate Control & Corporate Governance

Organized by

Shanghai Stock Exchange

Supported by

State-owned Assets Supervision and Administration

Commission of the State Council of China (SASAC)

Organisation for Economic Co-operation and

Development (OECD)

18th December 2009 (Friday)

DongJiao State Guest Hotel, Shanghai, China

The 8th Forum on China Corporate Governance - Market for Corporate Control & Corporate Governance

Schedule

18th December 2009 (Friday)

Registration and Opening Ceremony

08:30 - 09:00 Registration

09:00 – 10:00 **Opening Ceremony**

Remarks by Moderator: GENG Liang, Chairman of Shanghai Stock Exchange

Remarks by Guests:

- SHANG Fulin, Chairman of China Securities Regulatory Commission (CSRC)
- LI Rongrong, Chairman of the SASAC
- HAN Zheng, Mayor of Shanghai

**10: 00 – 10: 15 Award Ceremony of Special Awards of the Forum on China
Corporate Governance**

Moderator: GENG Liang, Chairman of Shanghai Stock Exchange

Awards:

- Annual Board of Directors Award

- Annual Disclosure Award
- Excellent M&A Cases Award

Guests:

- SHANG Fulin, Chairman of the CSRC
- LI Rongrong, Chairman of the SASAC
- HAN Zheng, Mayor of Shanghai
- HUANG Qifan, Executive Vice Mayor of Chongqing
- ZHUANG Xinyi, Vice-Chairman of the CSRC

10:15 – 10:30 Tea Break

10: 30– 12: 00 **Section I: Market for Corporate Control and Industrial Restructuring**

Moderator: ZHANG Yujun, General Manager of Shanghai Stock Exchange

Discussion Topics:

- Market for Corporate Control and Distribution of State-owned Economy, Integration of Industry
- Market for Corporate Control and Competition of Corporate, Increase of Corporate Value
- Market for Corporate Control and Building of International Financial Center
- Establishment and Development of the Market for China Listed Corporate Control

- The purpose and effectiveness of takeover regulation: the international experience.

Guest Speakers:

- HUANG Qifan, Executive Vice Mayor of Chongqing
- YANG Hua, Director of Department of Listed Company Supervision of the CSRC
- HU Ruyin, Director of Research Center of Shanghai Stock Exchange
- Noel Hinton, Senior Experts on International Takeover Regulation

Discussion

12:00 – 14:00 Lunch

Panel I:

14:00 – 15:45 Section II (A) : Problems in the Current Market for Corporate Control

Moderator: ZHOU Qinye, Vice-General Manager of Shanghai Stock Exchange

Discussion Topics:

- Code of Conduct for Controlling Shareholders
- Disclosure and Supervision of Insider Trading
- Market for Corporate Control and Corporate Governance
- Independence of Intermediaries

■ Post-M&A Integration of Corporate

Guest Speakers:

- MAO Hansong, Director of the Division of Merger and Acquisition Supervision, Department of Listed Company Supervision of the CSRC
- GUO Jianxin, Director-General of Bureau of Property Right Management of SASAC of China
- Grant Kirkpatrick, Expert in Corporate Governance from OECD
- WANG Wei, Chairman of China Mergers & Acquisitions Association

Discussion

15:45 – 16:00 Tea Break

16:00 – 17:30 **Section III (A): Future of Market for Corporate Control**

Moderator: ZHOU Qinye, Vice-General Manager of Shanghai Stock Exchange

Discussion Topics:

- Measures on Strengthening the Building of Market for Corporate Control and Supervision Suggestions
- Trend of Market for Corporate Control

Guest speakers:

- XU Lejiang, Chairman of Board of Directors of Baosteel Group Corporation
- ZHU Youyi, Chairman of Board of Directors of Guotai Junan Securities Co. Ltd
- CHEN Qiwei, Chairman of Board of Directors of ABC Group
- LV Hongbing, Partner of Grandall Legal Group

Discussion

Panel II:

14:00 – 15:45 Section II (B): M&A Models of Listed Companies (I)

Moderator: LIU Shi'an, Vice-General Manager of Shanghai Stock Exchange

Discussion Topics:

- Choice of Transition Models of Corporate Control
- Institutional Innovation and reference of M&A
- Cases Analyses

Guest Speakers:

- XIONG Weiping, Chairman of Board of Directors and CEO, Aluminum Corporation of China Limited
- YANG Jixue, Chairman of Board of Directors of Gezhouba Corporation
- DING Wei, Chairman of Investment Banking Executive Committee, Managing Director, China International Capital Corporation

Limited

- WANG Changqing, CEO of China Securities Co., Ltd.

Discussion

15:45 – 16:00 Tea Break

16:00 – 17:30 **Section III (B): M&A Models of Listed Companies (II)**

Moderator: LIU Shi'an, Vice-General Manager of Shanghai Stock Exchange

Discussion Topics:

- Choice of Transition Models of Corporate Control
- Institutional Innovation and reference of M&A
- Cases Analyses

Guest Speakers:

- SI Zefu, Chairman of Board of Directors of Dongfang Electric Co., Ltd.
- CHEN Xiaojin, Chairman of Board of Directors of China State Shipbuilding Corporation
- Dediliren, Managing Director of CITIC Securities Co., Ltd., Chairman of Board of Directors of CITIC Securities International Company Ltd.
- ZHANG Yongheng, Chairman of Board of Directors of China Euro Securities Ltd.

Discussion

17:30

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